

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

NUANCE COMMUNICATIONS INC.,)	
and PHONETIC SYSTEMS LTD.,)	
)	C.A. No. 06-105 (SLR)
Plaintiffs,)	
)	
v.)	REDACTED VERSION
)	
TELLME NETWORKS, INC.,)	
)	
Defendant.)	

**SUPPLEMENTAL DECLARATION OF LISA C. BERRY
IN SUPPORT OF DEFENDANT TELLME NETWORKS, INC.'S
MOTION TO STAY ACTION PENDING ARBITRATION**

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Original Filing Date: May 15, 2006
Redacted Filing Date: May 22, 2006

SUPPLEMENTAL DECLARATION OF LISA C. BERRY

I, Lisa C. Berry, declare as follows:

1. I am presently employed by defendant Tellme Networks, Inc. ("Tellme") as Vice President, General Counsel and Secretary. I have personal knowledge of the facts set forth in this Declaration and, if called as a witness, could and would testify competently to such facts under oath. I make this supplemental declaration in support of Tellme's "Motion to Stay Action Pending Arbitration."

REDACTED

3. Tellme presently uses Version 8.5 of Nuance's voice recognition software in Tellme's integrated systems to provide services to its customers. Attached hereto as Exhibit A is a true and correct copy of portions of technical documentation entitled "Nuance Speech Recognition System Version 8.5 Installation Guide," which documentation Nuance provided to Tellme with Version 8.5 of Nuance's voice recognition software.

4. Attached hereto as Exhibit B is a true and correct copy of portions of technical documentation entitled "Nuance Speech Recognition System Version 8.5 Nuance Platform Integrator's Guide," which documentation Nuance provided to Tellme with Version 8.5 of Nuance's voice recognition software.

5. Attached hereto as Exhibit C is a true and correct copy of portions of technical documentation entitled "Nuance Speech Recognition System Version 8.5 Introduction to the Nuance System," which documentation Nuance provided to Tellme with Version 8.5 of Nuance's voice recognition software.

Executed on May 12, 2006, at Mountain View, California. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.



Lisa C. Berry

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on May 22, 2006, I caused to be electronically filed the Redacted Supplemental Declaration Of Lisa C. Berry In Support Of Defendant Tellme Networks, Inc.'s Motion To Stay Action Pending Arbitration with the Clerk of the Court using CM/ECF, which will send notification of such filing(s) to the following:

Frederick L. Cottrell
Richards, Layton & Finger

I also certify that copies were caused to be served on May 22, 2006, upon the following in the manner indicated:

BY HAND

Frederick L. Cottrell
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